

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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IN RE REFCO, INC. SECURITIES LITIGATION	:	07 MDL 1902 (JSR)
	:	
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	:	
THOMAS H. LEE EQUITY FUND V, L.P.,	:	07 Civ. 6767 (JSR)
THOMAS H. LEE PARALLEL FUND V, L.P.,	:	
and THOMAS H. LEE EQUITY (CAYMAN)	:	
FUND V, L.P.,	:	
	:	<b>DECLARATION OF</b>
	:	<b>THOMAS G. WARD IN</b>
	:	<b>SUPPORT OF MOTION</b>
	:	<b>TO ENTER A BAR ORDER</b>
	:	
Plaintiffs,	:	
v.	:	
	:	
MAYER, BROWN, ROWE & MAW LLP,	:	
and JOSEPH P. COLLINS,	:	
	:	
Defendant.	:	
	:	
-----X		

I, THOMAS G. WARD, declare as follows:

1. I am a partner of the law firm of Williams & Connolly LLP, attorneys for Defendant Mayer Brown LLP in *Thomas H. Lee Equity Fund V, L.P. v. Mayer, Brown, Rowe & Maw LLP*, 07 Civ. 6767 (JSR) (the "Action"), and a member in good standing of the bar of this Court. I submit this declaration in support of Mayer Brown's Motion To Enter a Bar Order in the above-captioned matter.
2. The Action and disputes among the parties regarding the subject matter of the Action have been settled to the satisfaction of the parties without admission of liability by any party.
3. Plaintiffs consent to the relief requested in Mayer Brown's motion.
4. Attached hereto as Exhibit A is a Proposed Bar Order.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: Washington, D.C.  
September 9, 2010

/s/ Thomas G. Ward  
Thomas G. Ward (TW-6255)  
WILLIAMS & CONNOLLY LLP  
725 Twelfth Street, N.W.  
Washington, D.C. 20005  
(202) 434-5000

*Attorney for Defendant Mayer Brown LLP*

## **Exhibit A**

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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IN RE REFCO INC. SECURITIES LITIGATION

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)  
) No. 07 MDL 1902 (JSR)  
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THOMAS H. LEE EQUITY FUND V, L.P.,  
THOMAS H. LEE PARALLEL FUND V, L.P.,  
and THOMAS H. LEE EQUITY (CAYMAN)  
FUND V, L.P.,

Plaintiffs,

v.

)  
) No. 07 Civ. 6767 (JSR)  
)  
)

MAYER, BROWN, ROWE & MAW LLP and  
JOSEPH P. COLLINS,

Defendants.

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**[PROPOSED] BAR ORDER**

WHEREAS, the parties to the action *Thomas H. Lee Equity Fund V, L.P. v. Mayer, Brown, Rowe & Maw LLP*, 07 Civ. 6767 (JSR) (the “Action”), have filed a Joint Stipulation Of Dismissal With Prejudice;

IT IS HEREBY ORDERED that all claims for contribution by or against the defendants in this action are barred, enjoined and finally discharged as provided by 15 U.S.C. § 78u-4(f)(7)(A). Nothing herein precludes defendants’ ability to argue or seek any bar on contribution claims as may be provided by applicable federal or state statutes or common law.

SO ORDERED.

Dated: September \_\_\_\_, 2010  
New York, NY

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Hon. Jed S. Rakoff  
United States District Judge